In accordance with Rule 5.10 of the Insolvency (England & Wales) Rules 2016 & Section 94(3) of the Insolvency Act 1986.

# LIQ13 Notice of final account prior to dissolution in MVL





28/03/2020

		COMPANIES HOUSE
1	Company details	
Company number	0 3 5 9 0 8 5 5	→ Filling in this form Please complete in typescript or in
Company name in full	Sunrise Operations UK Limited	bold black capitals.
2	Liquidator's name	-
Full forename(s)	Stephen Roland	
Surname	Biowne	
3	Liquidator's address	
Building name/number	1	
Street	New Street Square	_
		_
Post town	London	_
County/Region		
Postcode	E C 4 A 3 H Q	
Country	United Kingdom	
4	Liquidator's name •	
Full forename(s)	lan Harvey	Other liquidator Use this section to tell us about
Surname	Pear	another liquidator.
5	Liquidator's address ❷	
Building name/number	1	Other liquidator
Street	New Street Square	<ul> <li>Use this section to tell us about another liquidator.</li> </ul>
Post town	London	_
County/Region		
Postcode	EC4A3HQ	
Country	United Kingdom	

LIQ13
Notice of final account prior to dissolution in MVL

6	Final account	
	I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.	
7	Sign and date	<u>,</u>
Liquidator's signature	Signature X	
Signature date	$\begin{bmatrix} d & & & & & \\ & 2 & & & & \\ & & & & & \end{bmatrix} \begin{bmatrix} m & & & & \\ & & & & \\ \end{bmatrix} \begin{bmatrix} y & & & & \\ & & & \\ \end{bmatrix} \begin{bmatrix} y & & & \\ & & $	

# LIQ13

Notice of final account prior to dissolution in MVL

# Presenter information You do not have to give any conta

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

George Dickenson			
Company name Delo	oitte LLP		
Address 1 New	Street Square		
Post town London	1		
County/Region			
Postcode	E C 4 A	3 H Q	
Country United	Kingdom		
DX			
Telephone +44 20	7303 7169		

## ✓ Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- The company name and number match the information held on the public Register.
   You have attached the required documents.
- $\hfill \square$  You have attached the required documents.
- You have signed the form.

### Important information

All information on this form will appear on the public record.

# **☑** Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.

## **Further information**

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Sunrise Operations Chorleywood Limited (Company Number: 05551189)
Sunrise Operations Edgbaston Limited (Company Number: 05210822)
Sunrise Operations Elstree Limited (Company Number: 04169504)
Sunrise Operations Fleet Limited (Company Number: 05210816)
Sunrise Operations Guildford Limited (Company Number: 05222846)
Sunrise Operations Solihull Limited (Company Number: 05550889)
Sunrise Operations Sonning Limited (Company Number: 06349911)
Sunrise Operations Southbourne Limited (Company Number: 05879183)
Sunrise Operations Tettenhall Limited (Company Number: 05663739)
Sunrise Operations UK Limited (Company Number: 03590855)
(All In Members' Voluntary Liquidation)
("the Companies")

Hill House 1 Little New Street London EC4A 3TR

FINAL ACCOUNT PURSUANT TO RULE 5.9 OF THE INSOLVENCY (ENGLAND & WALES) RULES 2016 ("the Rules") AND SECTION 94 OF THE INSOLVENCY ACT 1986 (AS AMENDED) ("the Act")

27 March 2020

Ian Harvey Dean and Stephen Roland Browne ("the Liquidators") were appointed Joint Liquidators of the Companies further to the written resolutions of the respective members dated 28 March 2018. All licensed Insolvency Practitioners of Deloitte LLP ("Deloitte") are licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.

For the purpose of section 231 of the Act, the Liquidators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally.

This report has been prepared for the sole purpose of updating the members for information purposes. The report may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by the members for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever.

I. H. Dean and S. R. Browne Deloitte LLP 1 New Street Square London EC4A 3HQ

Tel: +44 (0) 20 7303 5665 Fax: +44 (0) 20 7007 3442

### 1. SUMMARY OF EVENTS

Key Messages	Commentary					
• The matters completed during the liquidations included mandatory liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation obtaining clearances/searches from HM Land Registry and Pension Tracing Service. In addition, internal compliance requires that six monthly case reviews also be carried out.  • Additionally, an annual progress report, covering all companies to the complete during the liquidations included mandatory liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications of the liquidation tasks such as statutory advertising filings at Companies House, notifications at liquidation tasks such as statutory advertising filings at Companies House, notifications at liquidation tasks such as statutory advertising filings at Companies House, notifications at liquidation tasks such as statutory advertising filings at Companies House, notifications at liquidation tasks such as statutory advertising filings at liquidation tasks such as statutory advertising filings at liquidation tasks such as statutory at liquidation tasks such as statutory at liquidation tasks such as statut						
	has been prepared with necessary filings at Companies Ho and work has also been undertaken to declare distribution members.					
	advisors and HM Revenue the submission of outstar all tax matters.	<ul> <li>The Liquidators also liaised with the Companies, their tax advisors and HM Revenue &amp; Customs ("HMRC") with regard the submission of outstanding tax returns and the finalisatio all tax matters.</li> </ul>				
	· ·	clearance were obtained from HMRC by 18/03/20 in respect of				
	Company Name Sunrise Operations	21/02/20				
	Chorleywood Limited	18/03/19	22,72,23			
	Sunrise Operations Edgbaston Limited	18/03/20	21/02/20			
	Sunrise Operations Elstree Limited	18/03/20	21/02/20			
	Sunrise Operations Fleet Limited	09/02/19	21/02/20			
	Sunrise Operations Guildford Limited	18/03/20	21/02/20			
	Sunrise Operations Solihull Limited	14/03/19	21/02/20			
	Sunrise Operations Sonning Limited	20/08/18	31/07/18			
	Sunrise Operations Southbourne Limited	15/03/19	21/02/20			
	Sunrise Operations Tettenhall Limited	18/03/20	16/11/18			
	Sunrise Operations UK Limited	18/03/20	21/01/19			
	There have been no recei	pts or payments	s.			
	No creditor claims were n	otified to the Li	quidators.			

Costs of the liquidations	<ul> <li>Our remuneration was fixed by the member of each Company on a time-cost basis. As there were no funds in the estates these costs were met by an associated entity, Welltower Inc, and were billed as part of a larger simplification project.</li> </ul>
Distributions to members	<ul> <li>First and final in specie distributions were made to the respective members on 16 March 2020. Further information can be found in section 3.</li> </ul>

#### 2. LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNTS AND COSTS

#### 2.1 Receipts and Payments

There have been no transactions in any of the Companies during the liquidations. Further details can be found in the Appendix 1.

#### 2.2 Liquidators' Remuneration

As there are no funds in the estates of any of the Companies, our fees were met by an associated entity, Welltower Inc.

#### 2.3 Liquidators' Costs and Disbursements

#### Category 1

These are payments made by us direct to third parties and for which no approval is required.

Details of all Category 1 disbursements incurred across all Companies in this report during the period of the liquidations are given below:

£ (net)	Total cost for the period of the appointments	Unpaid
Statutory advertising	1,827.36	-
HM Land Registry search fees	385.00	-
Liquidators' statutory insurance bond	40.00	-
Total disbursements	2,252.36	-

These disbursements have been recovered in full and have been paid by an associated entity, Welltower Inc.

#### Category 2

These are costs and expenses initially paid by us and which are not generally made to a third party, for example, reimbursement to staff engaged on the case for their mileage costs. These may also include shared or allocated costs. Specific approval is required before these costs and expenses can be drawn from the liquidation estate.

No category 2 disbursements were incurred.

#### 3. INFORMATION FOR THE MEMBERS

#### 3.1 Distributions

First and final in specie distributions were declared at a rate of £1 per Ordinary £1 share to the respective members of the Companies on 16 March 2020 as follows:

Company Name	Distribution Amount	Type of distribution
Sunrise Operations Chorleywood Limited	£1	In-specie (non-shareholder debt)
Sunrise Operations Edgbaston Limited	£1	In-specie (non-shareholder debt)
Sunrise Operations Elstree Limited	£2	In-specie (by set-off)
Sunrise Operations Fleet Limited	£1	In-specie (non-shareholder debt)
Sunrise Operations Guildford Limited	£2	In-specie (by set-off)
Sunrise Operations Solihull Limited	£1	In-specie (non-shareholder debt)
Sunrise Operations Sonning Limited	£2	In-specie (by set-off)
Sunrise Operations Southbourne Limited	£1	In-specie (non-shareholder debt)
Sunrise Operations Tettenhall Limited	£1	In-specie (non-shareholder debt)
Sunrise Operations UK Limited	£2	In-specie (by set-off)

#### 3.2 Members' right to request further information

Members of the Companies with at least 5% in value of the total voting rights of all the members having the right to vote at general meetings of the Companies, or, any member with permission of the Court, may, in writing, request us to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 18.9 of the Rules.

#### 3.3 Members' right to challenge Remuneration and/or Expenses

Members of the Companies with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the Companies, or, any member with permission of the Court, may apply to the Court for one or more orders (in accordance with Rule 18.34 of the Rules), reducing the amount or the basis of remuneration which we are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such applications must be made within eight weeks of receipt by the applicant(s) of the progress report detailing the remuneration and/or expenses being complained of, in accordance with Rule 18.34 of the Rules.

Please note that such challenges may not disturb remuneration or expenses approved or deemed to be approved under prior progress reports.

"A Creditors' Guide to Liquidators' Remuneration" is available for download <a href="http://www.deloitte-insolvencies.co.uk/documents/uk-insolvencies-e-and-w-creditors-guide-to-liquidators-fees-oct-2015.ashx.pdf">http://www.deloitte-insolvencies.co.uk/documents/uk-insolvencies-e-and-w-creditors-guide-to-liquidators-fees-oct-2015.ashx.pdf</a>

Should you require a paper copy, please send your request in writing to us at the address on the front of this report and this will be provided to you at no cost.

#### **Sunrise Operations Chorleywood Limited**

£	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from HCN UK Investments Limited	709,629	-	-
Amount due from Sunrise Operations Bramhall II Limited	35,000	=	-
Amount due from Sunrise Operations Cardiff Limited	87,000	-	-
Amount due from Sunrise UK Operations Limited	1,017,658	-	-
Total receipts	1,849,287	Nil	Nil
Payments			
Total payments	Nil	Nil	Nil
Balance	1,849,287	Nil	Nil

#### **General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- 1. The following steps were carried out prior to Sunrise Operations Chorleywood Limited being placed into Members' Voluntary Liquidation:
  - Capital reduction to reduce the share capital to £1 (comprising 1 Ordinary £1 Share)
     and eliminate the share premium account; and
  - Declaration of a pre-liquidation dividend to the sole member, Dawn Opco Limited.
- On the date of liquidation the balance sheet comprised an amount of £1 due from HCN UK Investments Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

#### **Sunrise Operations Edgbaston Limited**

£	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from HCN UK Investments Limited	12,341	_	_
Amount due from Sunrise Operations Tettenhall Limited	1,149	-	-
Amount due from Sunrise UK Operations Limited	117,251	-	-
Total receipts	130,741	Nil	Nil
Payments			
Total payments	Nil	Nii	Nil
Balance	130,741	Nil	Nil

#### **General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- 1. The following steps were carried out prior to Sunrise Operations Edgbaston Limited being placed into Members' Voluntary Liquidation:
  - Capital reduction to reduce share capital to £1 (comprising 1 Ordinary £1 Share) and elimination of the share premium account; and
  - Declaration of a pre-liquidation dividend to the sole member, Dawn Opco Limited.
- 2. On the date of liquidation the balance sheet comprised an amount of £1 due from HCN UK Investments Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

#### **Sunrise Operations Elstree Limited**

£	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from HCN UK Investments Limited	678,000	-	-
Amount due from Maids Moreton Operations Limited	2,540	-	-
Amount due from Sunrise UK Operations Limited	1,658,871	-	-
Total receipts	2,339,411	Nil	Nil
Payments			
Total payments	Nil	Nil	Nil
Balance	2,339,411	Nil	Nil

#### **General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- A dividend was declared prior to Sunrise Operations Elstree Limited being placed into Members' Voluntary Liquidation.
- On the date of liquidation the balance sheet comprised an amount of £2 due from HCN UK Investments Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

#### **Sunrise Operations Fleet Limited**

£	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from HCN UK Investments Limited	1,460,965	-	-
Amount due from Sunrise Operations Bagshot II Limited	281,140	-	-
Amount due from Sunrise Operations Bramhall II Limited	155,000	-	-
Amount due from Sunrise Operations Cardiff Limited	100,000	-	-
Amount due from Sunrise UK Operations Limited	6,132,783	-	-
Total receipts	8,129,888	Nil	Nil
Payments			
Total payments	Nil	Nil	Nil
Balance =	8,129,888	Nil	Nil

#### **General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- 1. The following steps were carried out prior to Sunrise Operations Fleet Limited being placed into Members' Voluntary Liquidation:
  - Capital reduction to reduce share capital to £1 (comprising 1 Ordinary £1 Share) and elimination of the share premium account; and
  - Declaration of a pre-liquidation dividend to the sole member, Dawn Opco Limited.
- 2. On the date of liquidation the balance sheet comprised an amount of £1 due from HCN UK Investments Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

### **Sunrise Operations Guildford Limited**

£	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from Dawn Opco Limited	157,532	-	-
Amount due from HCN UK Investments Limited	3,110,911	-	-
Amount due from Sunrise Operations Bagshot II Limited	528,203	-	-
Amount due from Sunrise Operations Bramhall II Limited	294,237	-	-
Amount due from Sunrise Operations Cardiff Limited	168,422	-	-
Amount due from Sunrise UK Operations Limited	6,862,951	-	-
Total receipts	11,122,256	Nil	Nil
Payments			
Total payments	Nil	Nil	Nil
Balance	11,122,256	Nil	Nil

#### General Notes

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- 1. The following steps were carried out prior to Sunrise Operations Guildford Limited being placed into Members' Voluntary Liquidation:
  - Capital reduction to eliminate the share premium account; and
  - Declaration of a pre-liquidation dividend to the sole shareholder, Dawn Opco Limited.
- 2. On the date of liquidation the balance sheet comprised an amount of £2 due from Dawn Opco Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

#### **Sunrise Operations Solihull Limited**

£	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from HCN UK Investments Limited	75,369	-	-
Amount due from Sunrise Operations Bramhall II Limited	2,679	-	-
Amount due from Sunrise UK Operations Limited	256,834	-	-
Total receipts	334,882	Nil	Nil
Payments			
Total payments	Nil	Nil	Nil
Balance	334,882	Nil	Nil

#### **General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- 1. The following steps were carried out prior to Sunrise Operations Solihull Limited being placed into Members' Voluntary Liquidation:
  - Capital reduction to reduce share capital to £1 (comprising 1 Ordinary £1 Share) and elimination of the share premium account; and
  - Declaration of a pre-liquidation dividend to the sole member, Dawn Opco Limited.
- 2. On the date of liquidation the balance sheet comprised an amount of £1 due from HCN UK Investments Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

#### **Sunrise Operations Sonning Limited**

€	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from Dawn Opco II Limited	40,532	-	-
Amount due from HCN UK Investments Limited	60,000	-	-
Amount due from Sunrise Operations Bramhall II Limited	227,000	-	-
Amount due from Sunrise Operations Esher Limited	53,000	-	-
Amount due from Sunrise Operations Westbourne Limited	50,000	-	-
Amount due from Sunrise UK Operations Limited	6,941,026	-	-
Total receipts	7,371,558	Nil	Nil
Payments			
Total payments	Nil	Nil	Nil
Balance	7,371,558	Nil	Nil

#### **General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- 1. The following steps were carried out prior to Sunrise Operations Sonning Limited being placed into Members' Voluntary Liquidation:
  - Capital reduction to eliminate share premium account; and
  - Declaration of a pre-liquidation dividend to the sole member, Dawn Opco II Limited.
- 2. On the date of liquidation the balance sheet comprised an amount of £2 due from Dawn Opco II Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

#### **Sunrise Operations Southbourne Limited**

£	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from HCN UK Investments Limited	460,000	-	-
Amount due from Sunrise Operations Bramhall II Limited	210,000	-	-
Amount due from Sunrise Operations Weybridge Limited	90,000	-	-
Amount due from Sunrise UK Operations Limited	3,172,430	-	-
Total receipts	3,932,430	Nil	Nil
Payments			
Total payments	Nil	Nil	Nil
Balance	3,932,430	Nil	Nil

#### **General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- 1. The following steps were carried out prior to Sunrise Operations Southbourne Limited being placed into Members' Voluntary Liquidation:
  - Capital reduction to reduce the share capital to £1 (comprising 1 Ordinary £1 Share) and elimination of the share premium account; and
  - Declaration of a pre-liquidation dividend to the sole member, Dawn Opco Limited.
- 2. On the date of liquidation the balance sheet comprised an amount of £1 due from HCN UK Investments Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

#### **Sunrise Operations Tettenhall Limited**

£	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from HCN UK Investments Limited	153,000	-	-
Amount due from Sunrise Operations Bramhall II Limited	110,181	-	-
Amount due from Sunrise Operations Esher Limited	47,000	-	-
Amount due from Sunrise UK Operations Limited	2,176,388	-	~
Total receipts	2,468,569	Nil	Nil
Payments			
Total payments	Nil	Nil	Nil
Balance	2,468,569	Nil	Nil

#### **General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- 1. The following steps were carried out prior to Sunrise Operations Tettenhall Limited being placed into Members' Voluntary Liquidation:
  - Capital reduction to reduce the share capital to £1 (comprising 1 Ordinary £1 Share) and elimination of the share premium account; and
  - Declaration of a pre-liquidation dividend to the sole member, Dawn Opco Limited.
- 2. On the date of liquidation the balance sheet comprised an amount of £1 due from HCN UK Investments Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

#### **Sunrise Operations UK Limited**

ε	DoS values	28 March 2019 to 27 March 2020	28 March 2018 to 27 March 2020
Receipts			
Amount due from HCN UK Investments Limited	621,465	-	-
Amount due from Sunrise Operations Bramhall II Limited	45,000	-	-
Amount due from Sunrise UK Operations Limited	1,908,530	-	-
Total receipts	2,574,995	Nil	Nil
Payments			
Amount due to Sunrise Operations Winchester Limited	(39,885)		
Total payments	(39,885)	Nil	Nil
Balance	2,535,110	Nil	Nil

#### **General Notes**

The Receipts and Payments account must be read in conjunction with the attached notes and report.

- 1. The following steps were carried out prior to Sunrise Operations UK Limited being placed into Members' Voluntary Liquidation:
  - HCN UK Investments Limited settled the creditor balance by allocation of part of its receivable; and
  - Declaration of a pre-liquidation dividend to its shareholder, HCN UK Investments Limited.
- 2. On the date of liquidation the balance sheet comprised an amount of £2 due from HCN UK Investments Limited.
- 3. The first and final in-specie distribution was declared at a rate of £1 per Ordinary £1 share to the sole member on 16 March 2020.

Deloitte LLP is a limited liability partnership registered in England and Wales with registered number OC303675 and its registered office at 1 New Street Square, London EC4A 3HQ, United Kingdom.

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The Companies (In Members' Voluntary Liquidation) -Final account dated 27 March 2020

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